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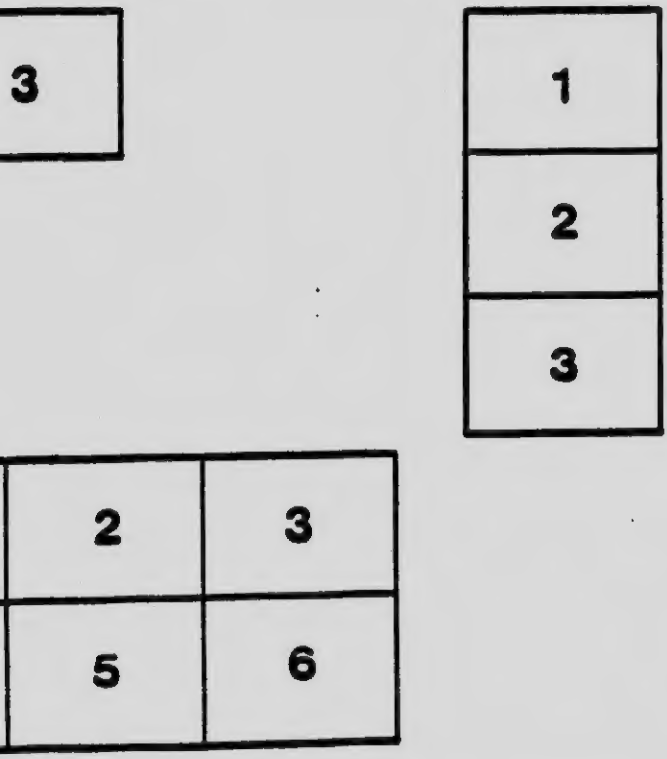

A copy of this Prospectus has been filed with the Registrar of Joint Stock Companies at Edmonton.

The Amalgamated Oil Company, Limited

(Incorporated under the Laws of the Province of Alberta)

Authorized Capital $1,000,000

Divided into 2,000,000 Shares of Fifty (50) Cents each

100,000 Shares are now offered for subscription, payable in full on application

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DIRECTORS

RALPH SLYE

Lethbridge, Alberta, Investor

HUGH DONNAN

Lethbridge, Alberta, Investor

HAROLD V. PEARLMAN

Winnipeg, Manitoba, Manager

BANKERS

CANADIAN BANK OF COMERCE
Calgary, Alberta

SOLICITORS

HANNAH, STIRTON & FISHER
Calgary, Alberta

C. M. ARNOLD

Secretary

REGISTERED OFFICES

508 Herald Building, Calgary, Alberta

Prospectus

This Company has been incorporated for the objects set forth in its Memorandum of Association, one of the primary objects of which is to acquire and develop petroleum and natural gas rights and fields in the Province of Alberta, Canada.

The Company in acquiring its holdings has endeavored to locate these so that the fullest advantage may be obtained of the entire area in which oil is thought to exist.

Location and Description of Properties

The Company has acquired from Hugh Donnan, Ralph Slye and Harold V. Pearlman as the Vendors thereof the petroleum and natural gas leases covering the following lands in the Province of Alberta:

(a) South Half (S. ½) of N. E. Quarter of Section Twelve (12), Township Thirty-three (33), Range Five (5), West of the Fifth Meridian, Eighty (80) acres.

(b) Legal Subdivision Five (5), Section Twenty-four (24), Township Twenty-five (25), Range Six (6), West of the Fifth Meridian, Forty (40) acres.

(c) South West Quarter (S. W. ¼) of Section Sixteen (16), Township Twenty (20), Range Twenty-seven (27), West of the Fourth Meridian, One hundred and sixty (160) acres.

(d) South Half (S. ½) of North West Quarter (N. W. ¼) of Section Sixteen (16), Township Twenty (20), Range Twenty-seven (27), West of the Fourth Meridian, Eighty (80) acres.

(e) South West Quarter (S. W. ¼) and West Half (W. ½) of South East Quarter (S. E. ¼) of Section Four (4), Township Twenty-six (26), Range Five (5), West of the Fifth Meridian, two hundred and forty (240) acres.

(f) South East Quarter (S. E. ¼) of Section Six (6), Township Twenty-six (26), Range Five (5), West of the Fifth Meridian, one hundred and sixty (160) acres.

(g) South Half (S. ½) of North East Quarter (N. E. ¼) of Section Six (6), Township Twenty-six (26), Range Five (5), West of the Fifth Meridian Eight (80) acres.

(h) Legal Subdivision eight (8), Section Thirty-two (32), Township Thirty (30), Range Four (4), West of the Fifth Meridian, Forty (40) acres.

(i) South East Quarter (S. E. ¼) and West Half (W. ½) of North East Quarter (N. E. ¼) of Section Ten (10), Township Sixteen (16), Range One (1), West of the Fifth Meridian, two hundred and forty (240) acres.

(j) North East Quarter (N. E. ¼) and East Half (E. ½) of North West Quarter (N. W. ¼) of Section Four (4), Township Thirty-two (32), Range Four (4), West of the Fifth Meridian, two hundred and forty (240) acres.

(k) Legal Subdivision One (1) and Two (2) of Section Twelve (12), Township Twenty (20), Range Four (4), West of the Fifth Meridian.

The Directors of the Company would particularly call attention to the location of its holdings which include property in many of the most promising parts of the field, where operations are now in progress.

The consideration paid by the Company for the above Leases consists of Nine Hundred Thousand (900,000) fully paid and non-assessable shares in the capital stock of the Company and the sum of Five Thousand Five Hundred and Twenty (5520) Dollars to be paid to the said Harold V. Pearlman for the property particularly described under heading (i) above set forth to be one-fourth of the net amount of the moneys first subscribed after the Company's expenditure has been liquidated and accounting to be made at the end of each calendar month, all in terms of a contract between the Company and Hugh Donnan, Ralph Slye and Harold V. Pearlman, dated 23rd May, 1914.

Harold V. Pearlman has agreed to gratutiously assign to the Company the Lease to which he is in right comprising Section Twenty-nine (29), Township Twenty-nine (29), Range Four (4), West of the Fifth Meridian.

The under-noted information is given in terms of "The Companies Ordinance" for the Province of Alberta:

The Articles of Association contain the following provisions:

(a) That the qualification of a Director shall be the holding in his own right and as sole holder of shares or stock in the Company to the nominal value of not less than One Hundred ($100) Dollars.

(b) "The Directors shall be paid out of the funds of the Company by way of remuneration for their services such sums as the Company may in General Meeting from time to time determine, and such remuneration shall be divided amongst them in such proportions and manner as the Directors may determine, and in default of such determination within a year equally. The Directors shall also be paid their travelling expenses of attending and returning from Board Meetings."

(c) "In any case allowed by law a commission may be paid to any person in consideration of his subscribing or agreeing to subscribe whether absolutely or conditionally for any shares in the Company, but so that if the commission be paid or payable out of capital, the conditions and requirements of the Statutes shall be observed and complied with,

and the commission shall not exceed 30 per cent. on the shares in each case subscribed or to be subscribed."

(d) "If the Company shall offer any of its shares to the public for subscription."

(e) The Directors shall not make allotment thereof unless and until at least five per cent. of the shares so offered shall have been subscribed and the sums payable on application shall have been paid to and received by the Company, but this provision is no longer to apply after the first allotment of shares offered to the public for subscription has been made.

(b) The amount payable on each share so offered shall not be less than five per cent. of the nominal amount of the shares.

The Shares held by the Directors of the Company are as follows:

Ralph Slye	300,000 Shares
Hugh Donnan	300,000 Shares
Harold V. Pearlman	300,000 Shares

The Company proposes to pay a commission in terms of the powers contained in its Articles above set forth not to exceed 20 per cent. of the par value of the shares for the sale of its stock, and the Directors effecting a sale of any of the shares offered will be entitled to be paid a commission not to exceed the ruling commission determined by the Company to its Agents.

The estimated amount of preliminary expenses is $1500.

The entire subscription to the present issue will be reserved for the business of the Company after deduction of the said preliminary expenses and commissions and the sum of $5,520 to be paid to Harold V. Pearlman as above mentioned as part consideration for the purchase of one of its leases.

The following contracts which have all been referred to above have been entered into:

1. Contract between the Company and Hugh Donnan, Ralph Slye and Harold V. Pearlman, dated 23rd May, 1914, and registered with the Registrar of Joint Stock Companies at Edmonton, May, 1914, for the acquisition by it of the leasehold properties (a) to (k) inclusive described in this prospectus for the consideration of 900,000 fully paid shares in the capital stock of the Company.

All of the foregoing contracts may be inspected during business hours at the offices of the Company.

The Directors of the Company are interested in the promotion thereof and in the properties acquired by the Company to the extent of the shares held by them as above set forth.

A copy of the Memorandum of Association of the Company with the names, addresses and descriptions of the signatories is printed within and forms part of this Prospectus.

All applications for shares should be made to the Company. Cheques to be made payable to the Company at par, at its registered Office, Calgary Alberta.

DATED at Calgary, Alberta, 26th may, 1914.

H. V. PEARLMAN
HUGH DONNAN
RALPH SLYE

Witness:

ERNEST F. BIDDLE.

Articles of Association

of

THE AMALGAMATED OIL COMPANY, LIMITED

1. The name of the Company is The Amalgamated Oil Company, Limited.

2. The registered offices of the Company will be situated at the City of Calgary, in the Province of Alberta.

3. (1). The objects for which the Company is established are:

(2). To purchase, take on lease or acquire by gift, grant or otherwise, and to hold, own, control, sell, buy, traffic and deal in petroleum and natural gas, timber, farming, ranching, grazing, oil, mineral, and other lands, including lands believed to contain or be capable of producing petroleum wils, oil deposis, oil shares, vegetable oils, natural gas, coal, iron and other mineral and vegetable substances and products and generally lands of all kinds, mineral or otherwise, and any estate or interest therein and the products thereof and all franchises, easements, drilling, developing, exploiting and other rights and privileges whatsoever pertaining or incident thereto.

(3) To carry on the business of drilling, extracting, pumping, drawing, mining, purifying, transporting and dealing in petroleum, natural gas and other minerals and mineral substances, and to establish, utilize and turn to account tanks, storage and pumping stations, drilling apparatuses and outfits, pipe lines, and other works and conveniences suitable for the purposes of the Company.

(4). To search for, drill, sink wells, crush, win, get, quarry, wash, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market and to buy, manufacture, export, import, sell and otherwise deal in oil, auriferous quartz and ore, bullion, specie, coin, coal petroleum, patent fuel, iron stone, vegetable products and metals vegetable, and mineral substances of all kinds and to engage in any business in which oil, gas and mineral and vegetable substances of whatsoever kind and nature are used or dealt with commercially in the crude or manufactured form and either alone or in conjunction with other forms or products and to undertake such other business, processes and operations as are usually carried on or in connection therewith or are naturally incidental thereto.

(5). To manufacture into marketable commodities or otherwise dispose of all residual bye-products resulting from any manufacture in which the Company may be engaged.

(6). To purchase, take on lease or acquire by gift, grant, or otherwise and to own, hold, control, settle, farm, cultivate, improve, develop, sub-divide, lease, mortgage, exchange, sell, charter, hire, or otherwise acquire and dispose of any real or personal property and any rights or privileges which the Company may think necessary or convenient and capable of being profitably dealt with in connection with any of the Company's property or rights for the time being and in particular, mineral and other lands, buildings, mills, factories and manufactories of all kinds, stores, warehouses, boarding-houses, elevators and buildings of all kinds, fuel and lumber yards, patent right or rights of an analogous character, licenses, secret processes, trademarks, copy-rights, engines, machinery, furnaces, foundries, workshops, sale and machine shops, rolling stock, plant, implements derricks, drilling apparatus, tanks, storage and pumping stations, pipe lines, tools, patterns of all kinds, stock-in-trade, live

stock, ice houses, smelters, reduction and concentration works, electric and hydraulic works, power plants, transmission lines, refrigerators, refrigerator and other cars, abattoirs stock yards, siding, tracks, bridges, spurs, piers, wharves, steamship and other ships, terminal and shipping facilities and stations of all kinds, booms, timber slides, flumes, viaducts, reservoirs, dams, culverts, aqueducts, waterworks, gas and sewer systems, irrigation works, quarries, brick yards, lime kilns, cement works, coke ovens and such other works, buildings, plant, machinery, boilers, engines, apparatus appliances and conveniences as may seem directly or indirectly to advance the interests of the Company and to contribute to or otherwise assist and take part in the construction, equipment, improvements, working management, operation or control thereof and generally to construct, purchase or otherwise acquire, own, alter, lease, mortgage, sell, exchange or otherwise dispose of any property of the Company that may seem necessary or convenient for all or any of its purposes and any rights, estate or interest therein.

(7). To carry on any other business, whether manufacturing or otherwise, as may be permitted by law, which may seem to the Company capable of being conveniently carried on in connection with the above or calculated, either directly or indirectly to enhance the value thereof or render more profitable any of the Company's property or rights.

(8). To sell, lease, let on hire, improve, work,, manage, dispose and develop the resources of and turn to account or otherwise deal with the lands, buildings, and rights for the time being of the Company in such a manner as the Company may think fit, and also to build, construct, maintain, alter, work, and remove any buildings, shops, fences, machinery and plant, necessary or convenient for the purposes of the Company, or to join with any person, firm or Company in doing any of the things aforesaid, or to work, manage and control the same or join with others in doing so, and to grant licenses, or use any inventions belonging to the Company.

(9). To develop the resources of and turn to account the lands, buildings and rights for the time being of the Company in such manner as the Company may think fit, and in particular by reclaiming, clearing, farming, ranching, cultivating, draining, irrigating, fencing, planting or otherwise improving the same on any terms or systems that may be considered advisable and by establishing towns, villages and settlements.

(10). To lay out and sub-divide the lands of the Company into town, suburban or other lots, parks, farms, farm and experimental plots of such area as may be thought fit, and to erect or cause to be erected thereon, houses, warehouses, farm buildings, barns, stables and buildings of any kind or description whatsoever.

(11). To aid, assist, encourage and promote emigration and immigration of persons, with the object of settling upon the lands of the Company as farmers, cultivators, miners, residents or tenants, and to colonize and settle the said lands, and for the purposes aforesaid to lend or grant such sums of money as may seem necessary in the premises.

(12). To lend or advance money to such persons, corporations and others dealing with the Company, or otherwise with or without security and upon such terms as the Company may think fit.

(13). To carry on business as miners, manufacturers, merchants, railway, building and general contractors, commission, insurance, land, general and financial agents, managers, brokers and capitalists and to engage in any business or transactions in partnership or otherwise in connection with any person, partnership, corporation or company.

(14). To carry on the business of electricians, mechanical engineers and manufacturers and workers, dealers in electricity, gas, natural or otherwise, motive power, heat and light, and any business in which the application of electricity, gas or any power like or otherwise is or may be convenient, useful or ornamental and subject to

any Provincial or Dominion laws in that behalf, to purchase, all and deal in the same, and to acquire and exercise such property, rights, privileges and easements as are necessary for the full exercise and enjoyment thereof.

(15). To construct, purchase, lease or otherwise acquire and maintain any transportation business and means of transportation required by the Company and its purposes and to operate the same by such means of motive power as the Company may possess, subject to and over such rights, lands or otherwise as the Company may be entitled to or possess.

(16). To enter into any arrangement with any Dominion, Provincial, Municipal, Civic, Local or other authorities that may seem conducive to the Company's objects or any of them, and to obtain from any such authority, rights, privileges or concessions which the Company may be necessary to obtain and carry out, exercise and comply with any such arrangement, rights, privileges and concessions.

(17). To enter into partnership or any arrangement for sharing profits, union of interest, joint adventure for sharing profits, union of interest, joint adventure, reciprocal concessions or co-operation with any corporation authority, company or person carrying on or engaged in or about to carry on or engage in any business, operation or transaction which the Company is authorized to carry on or engage in or any business operation or transaction which may seem to the Company capable of being conducted so as directly or indirectly to benefit the Company and to take or otherwise acquire and hold shares or stocks in or securities of, and to substitute, lend money to, or otherwise assist any such corporation, authority, company or person.

(18). To establish, form, promote, or assist in paying the cost of and incidental or preliminary to the formation or establishment of any company or undertaking formed with objects altogether or in part similar to the objects for which the Company is established, and with whom the Company may or may not amalgamate, and to make or concur or assist in making all payments and financial arrangements in relation thereto; to underwrite, subscribe for, purchase, hold, sell or dispose of shares, stock, obligations, bonds, debentures or securities in any such company to guarantee or assist in the guarantee of the payment of any dividends or interest on the stocks, shares, debentures, obligations or securities of any such Company, and to pay any brokerage, commissions, indemnities and legal and other expenses incidental thereto.

(19). To acquire the good will of any business and acquire or undertake the sale of all or any of the assets and liabilities of any such business and take over as a going concern the business in connection therewith.

(20). To purchase or otherwise acquire and undertake all or any part of the business, properties and liabilities of any person or company carrying on any business which the Company is authorized to carry on or possessed of any property suitable for the purposes of the Company and that for such consideration as the Company may think fit and in particular, for cash or shares, debentures, debenture stock, or other securities of the Company.

(21). To purchase, underwrite, guarantee the principal and interest of, subscribe for or otherwise acquire and hold any vote upon the shares, debentures, debenture stock, bonds or obligations of any company or of any Municipal, public or other authority in the Dominion of Canada or elsewhere or on a distribution of assets or division of profits to distribute any such shares, stock, bonds, or obligations amongst the members of this Company in specie, and to promote any Company or Companies whether in the Dominion of Canada, or elsewhere, for the purposes, assets, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company, and to pay all or any of the expenses in connection with such promotion.

(22). To establish and support or aid in the establishment and support of association, institutions, or conveniences calculated to benefit employees or ex-employees of the Company, or the dependants or connections of such persons and to grant pensions and allowances and to make payments for effecting insurances, and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public, general or useful object.

(23). To sell the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular, for shares, debentures, debenture stock, or other securities of any other company having objects altogether or in part similar to those of the Company.

(24). To consolidate or amalgamate with any other Company having objects similar in whole or in part to those of the Company.

(25). To raise and assist in raising monley for and to aid by way of bonus, promise, endorsement, guarantee, or otherwise, any person or firm or corporation with which the Company may have business relations, and to act as employee, agent, or manager of any such person, firm or corporation.

(26). To invest and deal with the moneys of the Company not immediately required in such manner as th eDirectors may from time to time determine.

(27). To apply for in the name of the Company or other corporation or person, promote, support, and obtain any Act of Parliament, charter, provisional or other order, commissions, grants from Government or authorization fee enabling the Company or any other corporation or person to carry into effect any of the objects of the Company or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient and to oppose any bills, orders, proceedings, or applications which may seem calculated directly or indirectly to prejudice the Company.

(28). To do all acts and things which may be necessary or desirable for the purpose of its business or otherwise and to keep a branch register of members and to establish Advisory oards of the Company and to delegate to such Advisory Boards any authority, power or rights which the Company may deem advisable.

(29). To raise or borrow and secure the payment of money in such manner and on such terms as may seem expedient and in particular by the issue of debentures or debenture stock, whether perpetual or otherwise, and charged or not charged upon the whole or any part of the property of the Company (both present and future) including its uncalled capital and unpaid capital of the Company, or to transfer or convey the same absolutely or in trust and as incident thereto to confer powers of sale and other usual and necessary powers, and so that the trustees of any mortgage or trust deed for securing borrowed moneys may be an incorporated Company, and to redeem, purchase or pay off any such securities as a discount at par or at a premium.

(30). To draw, make, accept, endorse, execute and issue promissory notes, bills of exchange, cheques, bills of sale, bills of lading, warehouse receipts, warrants, securities, under the Bank Act, debentures, mortgage and other negotiable or transferable instruments or securities of every nature and kind whatsoever.

(31). To pay all or any of the expenses incurred in connection with the formation, promotion and incorporation of the Company, and to contract with any person, firm or Company to pay the same and to remunerate any person, firm or company for services rendered or to be rendered in placing, selling, or guaranteeing any shares in the Company's capital or any debentures, debenture stock, or other securities of the Company, or in or about the formation or promotion of the Company or of any Company promoted by the Company or the conduct of its business or for obtaining any option or options which the Company may exercise or for acting as trustee or

trustees for holders of debentures or debenture stock of the Company, or of any Company promoted by the Company.

(32). To pay for any lands, business, property rights, privileges, and concessions acquired or agreed to be acquired by the Company, and generally to satisfy any payments or of obligations of the Company by the issue of shares of this or any other Company credited as fully or partly paid up, or of debenture or other securities of this or any other Company credited as fully or partly paid up.

(33). To distribute in specie, or otherwise as may be resolved any real or personal property or assets of the Company among its members, and in particular, the shares, debentures or other securities of any other Company formed to take over the whole or any part of the assets or liabilities of the Company.

(34). To establish agencies and branches and to regulate and discontinue the same, and to procure the Company to be licensed, registered or otherwise recognized in any foreign country, and to designate any person therein as attorney or representative of the Company with power to represent the Company in all matters according to the laws of such Foreign Country, and to accept for and on behalf of the Company, of any process or suit.

(35). To cancel or accept surrenders of any share or shares of any member or members for any reasons and on any terms and conditions and as and when the Directors in their absolute discretion think fit, with or without any continuing liability attaching to such member or members to pay up any uncalled or unpaid capital in respect of such share or shares so surrendered.

(36). The business or purpose of the Company is from time to time to do any one or more of the acts and things herein set forth, either as principals, factors or agents, and generally to carry on any business whether organized or otherwise, which may sem to the Company capable of being conveniently or profitably carried on in connection with above, or calculated directly or indirectly to enhance the value and render profitable any of the properties or rights of the Company, and to do all and everything necessary suitable and convenient or proper for the accomplishment of any of the purposes of the attainment of any one or more of the objects herein enumerated or incidental to the powers herein named, or which shall appear at any time to be conducive or expedient for the protection or benefit of the Company and it is hereby declared that in the interpretation of this clause the meaning of any of the objects of the Company shall not be restricted by reference or inference from any other object or the name of the Company, or by the juxtaposition of two or more objects and that in event of any ambiguity, this clause shall be construed in such manner as to widen and not restrict the powers of the Company.

4. The liability of the Company is limited.

5. The share Capital of the Company is One Million ($1,000,000) Dollars divided into Two Million (2,000,000) Shares, of One Dollar each, and the shares in the capital for the time being whether original or increased may be divided into several classes, with any preferential, qualified, deferred or specified rights, provisions, privileges, or conditions attached thereto, as the Company may from time to time by resolution determine, but so that the rights or privileges belonging to the holders of any shares which may in future be issued with a preference or other special rights shall not be effected, altered, modified, or dealt with, except with such consent as is provided for by the Articles of Association of the Company, for the time being, PROVIDED that nothing herein contained shall be deemed to confer upon the Company any powers to which the jurisdiction of the legislature of the Province of Alberta does not extend and particularly shall not be deemed to confer the right to issue promissory notes in the nature of bank notes;

and all the powers in the said Memorandum of Association contained shall be exercisable subject to the provisions of the laws in force in Alberta, and regulations made thereunder in respect of the matters therein referred to and especially with respect to the construction and operation of railways, telephones and telegraph lines, the business of insurance and any other business with respect to which special laws and regulations may uow or may hereafter be put in force.

WE, the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of the Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers.	Number of Shares taken by by Subscrbiers
William Chauncey Fisher, Calgary, Barrister	One Share
David M. Thirton, Calgary, Barrister	One Share
~~[illegible]~~, Calgary, ~~Barrister~~	One Share

Ernest H. Hudson Student at law.

WITNESS to the above signatures:

E. Vance, Calgary, Stenographer.

DATED this 21st day of May A.D. 1914.